# **EXHIBIT I**

## IN THE UNITED STATES DISTRICT COURT FOR THE NORTHERN DISTRICT OF TEXAS DALLAS DIVISION

0057-N

#### **DECLARATION OF JOHN PRICE**

- 1. My name is John Price. I am the Vice President of Finance at Astrophysics, Inc. ("Astrophysics"). I am over the age of 18. I have personal knowledge of and am otherwise competent to testify to the matters stated herein, which are true and correct to the best of my knowledge.
- 2. Astrophysics is a Delaware corporation with its principal place of business in City of Industry, California.
- 3. Based on the proposal attached as Exhibit 1,<sup>1</sup> on August 16, 2023, Astrophysics received the Purchase Order attached as Exhibit 2 from Menzies Aviation Colombia S.A.S ("Menzies-Colombia") for six x-ray machines ("Machines") and related services, including delivery to and installation and maintenance of the Machines in facilities located in Colombia (the "Purchase Order").

<sup>&</sup>lt;sup>1</sup> The attached Exhibits are true and correct copies of the referenced documents with redactions to protect confidential and proprietary information.

- 4. Pursuant to the Purchase Order, Astrophysics assembled the Machines at facilities located in California or Tijuana, Mexico to be shipped, upon completion, from California for delivery and installation as instructed by Menzies-Colombia at Aeropuerto Jose Maria Cordoba in Rionegro, Antioquia, Colombia.
- 5. Astrophysics' communications regarding the Purchase Order, including confirmation and fulfillment of same, were with representatives of Menzies-Colombia as reflected by the Order Confirmation, as revised, attached as Exhibit 3.2 When delivery and TSA-approval issues with the Machines arose, Astrophysics had communications with Menzies-Colombia, as well as several representatives of "Menzies Aviation" with e-mail signature blocks indicating United States locations, including "Grapevine, TX" and "Rockford (RFD) USA." However, those persons did not identify themselves to Astrophysics as representatives of Menzies Aviation, Inc. or indicate they were acting on behalf of any entity other than Menzies-Colombia.
- 6. Astrophysics' and Menzies-Colombia's dispute over the Machines and fulfillment of the Purchase Order has no connection to Texas.
- 7. Astrophysics does not systematically do business in Texas or currently maintain a business location in Texas. It currently employs one field service technician who is based in Texas but travels worldwide, as needed; and he and Astrophysics' other field service technicians periodically perform installation and maintenance services in Texas, as needed, on x-ray machines sold to customers located in Texas.

<sup>&</sup>lt;sup>2</sup> The two "SYSTEM CONFIGURATION" tabs included in this Excel file have been omitted to protect confidential and proprietary information contained therein. Exhibit 3 is a true and correct copy of the redacted Order Confirmation tab of the Excel file.

I, John Price, declare under penalty of perjury that the foregoing is true and correct. Executed on this 1st day of March, 2024.

John Price

Page 4 Proposal PR2307-0412

Date: 07/26/2023

Validity ending date: 08/25/2023

From

#### **Astrophysics Inc**

21481 Ferrero Parkway City of Industry, California, 91789 **United States** 

Phone: 19095985488

Email: jflores@astrophysicsinc.com Web: www.astrophysicsinc.com

To

#### Menzies Aviation Colombia S.A.S. Rio Negro

Aeropuerto Rio Negro

Medellin

Colombia

Phone: 57-4-444-4444

Incoterm:	
Incoterm '	
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Amount in US Dollars currency

Description	U.P. (net)	Qty	Total (excl.)
X Ray Inspection Unit		1	
X Ray Inspection System		5	
Availability delay: Total (excl. tax)			

Check payments (including tax) are payable to Astrophysics Inc., send to

21481 Ferrero Parkway

City of Industry, CA 91789

USA

Payment by transfer to the following bank account:

Bank: East West Bank

Bank code Account number Address: 9300 Flair Drive 4th Floor

El Monte, CA 91731

Account owner name: Astrophysics Inc. BIC/SWIFT code:

Written acceptance, company stamp, date and signature

**DECLARATION EXHIBIT** 

# Orden de Compra Purchase Order

Número/Number: CO1 030241

Fecha Orden/Order Date: 16/08/2023
Fecha de Entrega/Del. Date: 18/08/2023



MENZIES AVIATION Facturar a/Invoice To:

Proveedor/Supplier:

ASTROPHYSICS INC 21481 Ferrero Parkway City of Industry CA 91789 USA CALIFORNIA INTERNACIONAL

USA

Tax Id 20-2078464

Tel: +1(909)598-5488

Fax:

Código Proveedor/

V01284

Supplier Code :

Centro de Costos /Cost MDE ADGO

Centre:

Dirección de Entrega/Deliver To:

Menzies Aviation Colombia Aeropuerto Jose Maria Cordoba Area Restringida Plataforma HD4

Rionegro, Antioquia

Colombia

Menzies Aviation Colombia S.A.S

Aeropuerto El Dorado

Avenida Calle 26 No 106-39 Terminal de Carga, Oficina 310

Bogotá, Colombia.

Tel: 315-609-6109

Fax:

Contacto/Contact:

Tel: 5870777

Yeraldinne Medina Fax:

yeraldinne.medina@menziesaviation.com

Descripción/Description	Ctd/Qty	Precio Unitario /Unit Price	Total (ex. IVA)
X Ray Inspection	1.00		
K Ray Inspection System -	5.00		
		1	
actory Delivery Date for import:	1.00	0.01	0.0
nstallation and commissioning date: Maximum			
ncoterm :			

Total Orden en/Total Net USD

**Total IVA** 

Total Orden en/Total Order

DECLARATION EXHIBIT

2



#### 

Importante: El número de la Orden de Compra debe incluirse en todos los documentos incluyendo remisiones y facturas. En caso de no incluirse en su factura el número de Orden de Compra, remisión, dirección de entrega y dirección de facturación, pueden presentarse demoras en el pago.

Important: The Purchase Order Number must be quoted on ALL documents, delivery notes and invoices relating to this order. Failure to use the Purchase Order Number, Delivery and Invoice Address could delay payment.





### ORDER CONFIRMATION

		Page 1	of <u>3</u>
Company:	Menzies Aviation Colombia	Date:	08/16/23
Address:	Aeropuerto Jose Maria Cordoba		
	Area Restringida Plataforma HD4	Salesperson #	Dario Niselman
	Rionegro, Antioquia	Customer PO #:	030241
AP Contact:	Yeraldinne Mediana	Reference	
Tel:	315-609-6109	Quotation #:	
Cell/Fax:		Sales #	32828
Email:	verladine.medina@menziesaviation.com		
		REV:	REV1 8/31/23
	ORDER SUMMARY	_	-

# DI FACE DEVIEW ATTACHED CONFICURATION CHEET ACCESSORIES AND SPACE DADTS LISTS

ine	Item Code		Reference	Lead		Price	
#	#	Description	Page #	Time	Qtty	Unit	Total
1		X Ray Inspection System	2		1		
2			2		1		
3			2		1		
4							
5			2		1		
		<del></del>					
	Х	X Ray Inspection System			5		
		· · · · · · · · · · · · · · · · · · ·					
			2		5		
			2		1		
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			2		1		
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						Order Total	_
					Re	equired Deposit	
					_		
					L	Deposit Amount	
s:							
				_			
d time	s in weeks						
			✓ Credit	Card *	Wire Tr	ansfer 🛮 Other	
	Terms:						

- Delivery Terms:

\* CREDIT CARD PAYMENTS SUBJECT TO A PROCESSING FEE

OTHER TERMS AND CONDITIONS:

- Warranty Terms:

VISA & MC - 3% AMEX & DISCOVER - 5%

- 1) ALL PRICES IN US DOLLARS
- 2) ORDER WILL BE PROCESSED AS PER ATTACHED ORDER DETAILS UNLESS CUSTOMER REQUESTS CHANGE OR MODIFICATION WITHIN 24 HOURS FROM RECEIPT OF THIS CONFIRMATION.
- 3) IF DEPOSIT IS REQUIRED, DEPOSIT IS IMMEDIATELY DUE AND PAYABLE. THE ORDER WILL NOT BE PROCESSED UNTIL REQUIRED DEPOSIT HAS BEEN RECEIVED BY ASTROPHYSICS, INC. THIS CONFIRMATION IS PRESENTED IN LIEU OF AN INVOICE. DELAY IN PAYMENT OF REQUIRED DEPOSIT MAY RESULT IN EXTENDED LEAD AND
- 3) IF PAYMENT TERMS REQUIRE BANK LETTER OF CREDIT (LC) OR OTHER GUARANTEE, THE ORDER WILL NOT BE SHIPPED UNTIL EVIDENCE OF REQUIRED LC OR GUARANTEE HAS BEEN RECEIVED BY ASTROPHYSICS, INC. DELAY IN OBTAINING LC OR OTHER GUARANTEE MAY RESULT IN EXTENDED LEAD AND DELIVERY TIMES.
- 4) CANCELLATION CHARGES MAY APPLY CUSTOM ORDERS ARE NON-CANCELABLE, NON-RETURNABLE

5)	STORAGE FEES WILL BE ASSESSED AT \$30/DAY PER CRATE AFTER THE 10TH BUSINESS DAY OF COMPLETION.	

Originated by:	Signature:	
Authorized By:	Signature:	
		ORIG - SALES
	-	COPY 1 - AR

**DECLARATION EXHIBIT** 

DCO# 3247 F-72-02-01 Rev I